

HH Global Finance Limited

Annual Report and Financial Statements

For the period from incorporation to

31 March 2022

Company Number 12411377



**HH Global Finance Limited
Annual Report and Financial Statements
for the year ended 31 March 2022**

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Directors

R J F MacMillan
K Elgey
M Perez

Registered office

Grove House, Guildford Road, Fetcham, Leatherhead, KT22 9DF, United Kingdom

Company number

12411377 (Registered in England and Wales)

Auditor

Deloitte LLP, Statutory Auditor, London, EC4A 3HQ, United Kingdom

Banker

HSBC, 9 The Boulevard, Crawley, West Sussex, RH10 1UT, United Kingdom

Legal adviser

Osborne Clarke, 2 Temple Back E, Bristol, BS1 6EG, United Kingdom

HH Global Finance Limited
Strategic Report
for the year ended 31 March 2022

The directors present their Strategic Report for the year ended 31 March 2022 for HH Global Finance Limited ("the Company").

I. Principal activity

HH Global Finance Limited acts as both a parent undertaking and a provider of finance, via third parties, to the HH Group (as defined in note 13, collectively "the Group"), a trusted strategic partner to leading brands, using people, data and technology to deliver market leading creative production and procurement services, across marketing channels globally. The Group operates in over 60 countries across four key operating regions; North America, Latin America (LATAM), Europe, India, Middle East and Africa (EIMEA) and Asia Pacific (APAC).

II. Review of the business and key performance indicators

The Group has continued to grow strongly during the year and the highlights are set out below. Note that prior period comparatives are for the period from incorporation on 20 January 2020 to 31 March 2021 ('2021') with trading results being included from the date of acquisitions of HH Global Group Ltd on 25 February 2020 and of InnerWorkings, Inc. on 1 October 2020.

Acquisitions

A number of acquisitions were made during the year as set out below. See also note 23.

On 1 April 2021, the Group acquired 100% of the share capital of PaperChainManagement B.V. (PCM) and its sister company, Print & Media Services B.V. (PMS) for initial consideration of £2m with a further £1m deferred. Located in Haarlem, the Netherlands, PCM and PMS support both their domestic and international clients with procurement and supply chain optimisation services across print, point-of-sale and packaging.

On 17 August 2021, the Group acquired Adare International Holdings Ltd (Adare) for consideration of £11m. Adare is a British-headquartered provider of marketing services with strong procurement, creative and data offerings focused across both EIMEA and LATAM regions.

On 30 September 2021, the Group acquired 100% of the share capital of NewlineNoosh, Inc. (Noosh) for an initial consideration of £15m with a further £1m deferred. Headquartered in California, Noosh provides managed print sourcing, procurement and production strategies, enabling clients to achieve significant cost savings and gain complete visibility and control over their print supply chain.

Financial results

Set out below are the key performance indicators monitored by the Directors.

The primary financial indicators are Turnover, Net Revenue Percentage and Adjusted EBITDA. Turnover is a key driver for the growth of the Group and Net Revenue Percentage reflects the gross profitability of the Group's operations. Adjusted EBITDA, along with Adjusted EBITDA margin, reflects the underlying net profitability of the business and excludes, for example, non-recurring exceptional items, foreign exchange movements and share-based payment charges. Banking covenants are also calculated with reference to Adjusted EBITDA. Collectively, these indicators allow management to assess the overall strength of the business and take decisive action as needed.

The primary non-financial indicator is number of employees, and this is monitored to facilitate cost management. The total number of employees within the Group as at 31 March 2022 was 4,011 (31 March 2021: 3,033). The increase in employee numbers from the prior year was primarily due to the acquisitions made during the year.

In summary, Turnover and Adjusted EBITDA have grown significantly in the year when compared to 2021. This reflects a combination of the inclusion of a full year's results of Innerworkings, Inc. (acquired 1 October 2020), delivery on related cost synergy plans, the impact of acquisitions made in the year and ongoing organic growth.

Turnover for the Group was £1,555m (2021: £915m). £198m was derived from the acquired Adare entities, £4m from PCM and PMS and £2m from Noosh. Of the combined turnover 50% (2021: 53%) related to activity from the North America region, 34% (2021: 28%) from EIMEA, 9% (2021: 7%) from LATAM and 7% (2021: 12%) from APAC.

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Strategic Report (continued)
for the year ended 31 March 2022

The Net Revenue percentage for the Group (calculated as gross profit, being turnover less cost of sales, as a percentage of total turnover) was 26% for the year (2021: 26%).

Adjusted EBITDA for the Group was £141m (2021: £74m). £9m was derived from Adare, £1m from PCM and PMS and £nil from Noosh. Of the total adjusted EBITDA, 85% (2021: 84%) related to activity from the North America region, 25% (2021: 19%) from EIMEA, 6% (2021: 7%) from LATAM and 4% (2021: 6%) from APAC, before adjusting for the minus 20% (2021: minus 16%) impact of central corporate costs.

Adjusted EBITDA margin (calculated as Adjusted EBITDA as a percentage of Net Revenue) was 35% (2021: 31%) for the year.

A reconciliation of Operating profit to Adjusted EBITDA, an alternative performance measure and non-GAAP measure, to reported operating profit is given in the table below:

£000	Year to 31 March 2022	Period to 31 March 2021
Operating profit	59,041	8,545
Depreciation & Amortisation (note 5)	56,146	44,994
Exceptional items (note 8)	9,105	18,781
Share based payment expenses including employer related taxes (note 25)	12,824	564
Foreign exchange loss (note 5)	3,901	1,486
Adjusted EBITDA	141,017	74,370

Financing

On 24 September 2021, the Group entered into additional financing arrangements with new medium term loan facilities of EUR €65m and USD \$223m being made available. These loan facilities were drawn down on 14 October 2021 and 15 October 2021 respectively (note 19) and the funds were subsequently loaned to the Company's ultimate parent undertaking, HH Global Enterprise Network Ltd.

Impact of conflict in Ukraine

The Group has a small presence in Russia which generated £14m of revenue and £nil adjusted EBITDA during the year. Since the crisis began, the Group's Russian operations have continued to run locally to meet the demands of clients, these being almost exclusively local companies of multinational groups which continued to operate, albeit on a significantly smaller scale. At the start of the new financial year, with the conflict still ongoing, the decision was taken to wind down the Group's operations in Russia. No significant exit costs are expected to be incurred.

In addition to the above the Group generated £1m of revenue and £nil adjusted EBITDA during the year from its Ukrainian business.

Legal entity rationalisation

During the year, the Group began to rationalise its entity structure and simplify operational procedures as part of post-acquisition integration plans. This rationalisation included the merger of InnerWorkings, Inc. and EYELEVEL, Inc., both acquired as part of the InnerWorkings, Inc. acquisition in October 2020, with HH US Associates, Inc. on 31 December 2021 (note 13). A number of other smaller entities were merged, largely in LATAM, and further rationalisation and simplification of the Group's entity structure will take place in the coming financial year.

HH Global Finance Limited
Strategic Report (*continued*)
for the year ended 31 March 2022

III. Statement by the directors in performance of their statutory duties under Section 172(1) Companies Act 2006

The directors are well aware of their duty under s.172 of The Companies Act 2006 to act in the way that they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole and in doing so to have regard, amongst other matters to:

- The likely consequences of any decision in the long term;
- The interest of the company's employees;
- The need to foster the Company's business relationships with its suppliers, clients and others;
- The impact of the Company's operations on the environment;
- The desirability of the Company maintaining a reputation for high ethical standards;
- The need to act fairly between stakeholders of the Company, balancing the respective interests of each.

The directors fulfil this duty partly by delegating responsibility for the day-to-day decision-making to senior management, and consider, both individually and together, that they have acted in accordance with their duties under s.172 in the decisions taken during the year ended 31 March 2022.

IV. Key stakeholders

The Directors consider that the following key stakeholder groups were of strategic importance to the Group's operations during the year.

Our clients

The Group is a global provider of creative production and procurement services across a wide range of industry sectors including Technology, Financial Services, Food & Beverage, Retail, Life Sciences and Fast Moving Consumer Goods (FMCG) and has achieved profitable and sustainable growth with its existing clients across multiple geographies. The Group is deeply embedded with its clients and drives high retention rates through:

- High levels of engagement with clients through dedicated account leadership and on-site teams;
- Delivery of high client satisfaction levels through use of operational metrics, people and technology;
- Long term contracts;
- Our supply chain capability.

Operating independently, with more than 8,000 strategic supplier partners across our global network, the Group offers access to significant and unrivalled production capacity. The business relies on the careful selection and monitoring of its supply chain and is built on developing mutually beneficial partnerships, allowing it to secure leading market rates while providing suppliers with high-volume, profitable work from world-class clients. Our supply chain is proactively managed to ensure that we provide leadership in ethical standards, sustainability and innovation and that we can meet new demands from our clients.

Our shareholders

Blackstone Tactical Opportunities ("Blackstone") is the only third party with a material shareholding in the Group. With two directors on the Board of the Company, Blackstone brings its extensive commercial experience to bear, helping the Group to accelerate growth in its core business, broaden its service offering and pursue expansion opportunities globally.

Our people and their local communities

Our people are passionate, experts in innovation and sustainability and are what makes the Group a highly trusted partner. The Group is committed to excellence in its people and throughout the year has recognised this excellence and engaged across the workforce through several mechanisms, examples of which are summarised below:

- On a quarterly basis, all employees within each region are invited to an online briefing from their regional CEO during which quarterly results are discussed and employees are invited to submit questions that are answered as part of the online broadcast;
- We have two major employee awards, both of which are global in outlook.
 - "Make a Difference"; individuals are nominated by colleagues across the business for exceptional demonstration of our core values.

HH Global Finance Limited
Strategic Report (continued)
for the year ended 31 March 2022

- The "Gordon Robert MacMillan award" is an annual global awards programme for individuals nominated by regional CEOs for exceptional performance and who have gone the extra mile, to become an 'unsung hero'. The successful candidate wins the recognition, receives a cash sum and can nominate a charity of choice that also receives a donation from the business.
- Employee Equity Plan; the Group has an employee equity plan under which nominated employees are awarded 'HH equity units'.

The Group also runs several volunteer programmes in which employees can assist with local community activities.

The environment

The world is changing. Financial savings are important to both the Group and its clients, but it is clear that we both also need to take care of our planet and people. The Group's Environmental, Social and Governance (ESG) Program, Innovation with Purpose, helps balance economic and environmental impacts, in line with the United Nations Sustainable Development Goals. The Group uses the following methodology to deliver on this:

- The Group's unique environmental calculator technology uses advanced data techniques aligned with global standards to provide data and insights into the environmental impact of client's marketing execution campaigns; this provides a sustainability baseline for clients.
- The Group then provides expert advice to clients to reduce the impact of future campaigns by introducing innovation, reengineering product specifications and optimising manufacturing and logistics processes.
- A strategic sustainability roadmap is then created with medium to long-term targets in alignment with our client's corporate ESG stated ambitions.

V. Key strategic decisions and impact on stakeholders

The Board of directors (the "Board") and the Group's executive management team consider that the following were representative of the key strategic decisions taken by the Group during the year.

Strategic Decision	Stakeholder Impact
i. Acquisition and integration of Adare International Holdings Ltd	Shareholders, Employees, Clients
ii. Expansion of environmental, social and governance targets	Environment, Clients, Employees
iii. Closure of Russian operations	Employees, Clients

- i. Acquisition and integration of Adare International Holdings Ltd.

The Board ensured that the acquisition was conducted in line with best practice for a deal of this magnitude, as follows:

- The Board leveraged the relationship with Blackstone to help develop the acquisition rationale and underpin the financial modelling required to analyse likely investor returns for the Board.
- Deloitte LLP were engaged to provide Due Diligence advisory services (note 5).
- Detailed integration plans were developed internally by the Group to identify key post-acquisition employment structures and to identify timelines and the structures needed to integrate systems and processes and realise planned synergies. Planned changes to personnel were communicated quickly and, where appropriate, plans put in place to retain key staff and business knowledge.
- Key clients and suppliers were contacted by senior management as part of the acquisition plan to ensure transparent communication and allay any commercial concerns.
- Post-acquisition plans continue to be monitored monthly against original timings and expected costs and planned savings.

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Strategic Report (continued)
for the year ended 31 March 2022

ii. Expansion of environmental, social and governance targets

Consumers and employees are opening their eyes, recognising climate change as a very real threat to our planet and our way of life. Investors, clients and supply chain partners see a business's approach to the environment as a key element in their decision-making process when choosing where to supply their services or allocate their business.

As influential and responsible collaborators, the Board believes that it is the Group's responsibility to encourage its clients, colleagues and supply chain network to be part of the solution.

In addition to the three emissions reduction targets set in the previous period (currently being revised in accordance with the Science-Based Targets initiative (SBTi) Net-Zero Standard, launched in October 2021), the Board has added a further nine targets during the year. These additional commitments are linked to the UN Sustainable Development Goals 8, 10 and 12 and are as set out below:

- Employees of our business will be paid a Living Wage and we will require confirmation of a Living Wage policy from 100% of our Tier 1 (direct) suppliers by 2025.
- 100% of our Tier 1 suppliers to align with our clearly defined environmental and social standards or have appropriate corrective action plans in place by 2025.
- All of our Tier 1 suppliers to receive information and guidance on the Sustainable Development Goals with 30% demonstrating their support by 2025.
- Group Leadership teams to have 30% representation based on Gender, Race & Ethnicity and Age & Generation, by 2025.
- 15% of the Group's annual spend will be placed with Small & Diverse Business suppliers by 2025.
- All people development and training programmes to include Diversity, Equity and Inclusion principles, and be completed by 100% of employees by 2025.
- We commit to educating our clients on the availability of alternative solutions to plastic and cellulosic fibre-based materials, and increasing the use of recycled content in production by 20% by 2025.
- We commit to providing all clients environmental impact calculations at quotation stage by 2025.
- We will eliminate single-use plastics in our own offices by 2025.

iii. Closure of Russian operations

At the outset of the Ukraine conflict the Board convened a cross-functional Incident Management Team to monitor and manage the impact of the crisis. This team has met frequently, often daily, and worked with clients, suppliers and employees to respond to developments as they unfold. The Board's primary concern throughout has been for the safety and security of impacted employees and regional management have held regular conversations to monitor their wellbeing and provide appropriate support. With the decision now taken to close Russian operations in 2023, the Board's focus is on exiting the market professionally, fulfilling all of our employer, client, legal, and financial obligations, and ensuring we treat our staff fairly.

VI. Principal risks and uncertainties and financial risk management

Principal risks and uncertainties

The directors consider the principal risks and uncertainties facing the Group to be as follows.

Loss of a key client

The Group's core client base is spread across different countries and industry sectors. Despite this geographical and industry sector split, the loss of a major client is an operating risk. The Group seeks to mitigate this risk through maintaining close day-to-day client relationships and its ability to deliver ongoing creative procurement solutions. The expansion of the Group's client base as a result of various acquisitions has also further de-risked the Group in this area.

Data loss and risk of cyber attack

The Group is susceptible to the risks associated with data loss or cyber-attack. The Group sets out to mitigate these risks through regular employee training and updates, data policy compliance review, threat analysis, internal and external data audits and vulnerability scanning.

HH Global Finance Limited
Strategic Report (continued)
for the year ended 31 March 2022

Macroeconomic risks

In common with most businesses, the Group is susceptible to any downturn in economic conditions given the global nature of the business and the diverse economies in which it operates. The directors are constantly assessing and taking action as appropriate in relation to key operating risks such as the conflict in Ukraine, any impact of COVID-19, changes to local and global economic conditions, changes to regulatory frameworks, the impact of inflation on prices and earnings (see below) and the impact of foreign exchange movements on profits.

Inflationary risks

The Group's primary exposure to inflation is on staff costs and the costs of goods and services sourced on behalf of our clients. The directors believe however that the effect of inflation is limited, as in many cases, increased costs can be recovered from clients through various contract mechanisms.

Climate change risk

Climate change is a potential threat to the Group's physical operations, supply chain and client base and could manifest itself in business interruption, lack of supply, increased costs and or reduced revenue. These risks are included within the Group's overall risk framework and are monitored by an Environmental, Social and Governance committee which is chaired by the Group's Chief Sustainability Officer. An annual sustainability report is also published on the HH Global website.

Brexit

On 1 January 2021 the transition period with the European Union came to an end. As a result, the UK now operates a full external border and free movement of goods between the UK and EU ceased from that date. Having reviewed processes and documentation requirements the directors believe that despite being an international group with operations across Europe, the Group has not been significantly impacted by the UK's decision to leave the EU.

Financial risk management

The Group's activities expose it to a number of financial risks; the key items and the Group's related management objectives and policies are as follows:

Liquidity and cash flow risk

Liquidity risk arises from the Group's management of working capital and is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due. The Group largely finances its operations through working capital inflows and also has access to Revolving Credit Facilities (note 19). The directors monitor forecast cash flows on a weekly basis and take appropriate action when additional funds are required.

On 5 March 2021 the UK Financial Conduct Authority announced that all LIBOR settings will either cease to be provided by any administrator or no longer be representative. LIBOR, which appears as a base benchmark rate in many corporate loans disappeared at the end of 2021 for Sterling and will do so by June 2023 for the US dollar. The transition to a new "risk free rate" known as SONIA, the "sterling overnight index average" was reflected as appropriate in the revised financing arrangements entered into on 24 September 2021 (note 19).

Credit risk

Credit risk is the risk of financial loss to the Group if a customer fails to meet its contractual obligations. The Group's policy in respect of credit risk requires appropriate credit checks on potential clients before contracts are signed and, thereafter, close management of outstanding debt and debtor ageing.

Foreign exchange risk

Foreign exchange risk arises when individual group companies enter into transactions denominated in a currency other than their functional currency. Additionally, the Group's performance can be affected by exchange rate movements in the functional currency in any overseas subsidiary undertakings. The Group mitigates against such risks by having bank accounts in multiple currencies such as Sterling, US Dollars and Euros as well as invoicing in local currency where possible.

Interest rate risk

Interest rate risk arises from the Group's exposure to the floating rate interest rate component of its short and medium-term loan portfolio.

HH Global Finance Limited
Strategic Report (*continued*)
for the year ended 31 March 2022

VI. Future developments

The Group is committed to investing in its technology infrastructure, staff, and innovation and sustainability programmes across the full scope of our activities, to enable it to add ever-greater value to our clients' marketing activities. In particular, the Group continues to grow its Creative + Digital solutions, investing globally in a balanced build and buy strategy, as required.

The directors consider that these investments and initiatives will help enable the Group to achieve its medium-term growth targets.

Approval

The Strategic Report was approved on behalf of the board on 26 August 2022.

DocuSigned by:

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K Elgey
Director

HH Global Finance Limited
Report of the Directors (*continued*)
for the year ended 31 March 2022

The directors present their report together with the audited financial statements for the year ended 31 March 2022. The requirements to disclose financial risk management objectives and policies and future developments in the directors' report have been covered in the Strategic Report as per s414C(11) of the Companies Act on pages 2 to 8.

Results and dividends

The Consolidated Statement of Comprehensive Income is set out on page 16 and shows the result for the period. No interim dividend was paid during the period. The directors do not recommend a final ordinary dividend.

Events after the balance sheet date

There are no reportable events after the balance sheet date.

Existence of branches outside the UK

The Company has no branches, as defined in section 1046(3) of the Companies Act 2006, outside the UK.

Going concern

A business overview and a review of future developments is provided in the Strategic Report along with the Group's policies and processes for managing its financial risks. The directors have considered the use of the going concern basis in the preparation of the financial statements and conclude that it is appropriate. See the accounting policies in note 1 for further details on going concern.

Employee Engagement

The Group maintains a close relationship with its employees by a conscious policy of informing them of relevant events and the state of the business through discussions, meetings, notices and by consulting employees. Employee engagement is discussed further in the Strategic Report.

Employment of disabled persons

The Group is committed to a policy of recruitment and promotion based on aptitude and ability without discrimination of any kind. Particular attention is given to the training and promotion of disabled employees to ensure that their career development is not unfairly restricted by their disability, or perceptions of it. The Group's HR procedures make clear that full and fair consideration must be given to applications made by and the promotion of disabled persons. Where an employee becomes disabled whilst employed by the Group, the HR procedures also require that reasonable effort is made to ensure they have the opportunity for continued employment within the Group. Retraining of employees who become disabled whilst employed by the Group is offered, where appropriate.

Diversity and Equal Pay

Within the Group we foster a culture where all individual differences and diversity are encouraged. We champion equity, diversity and inclusion rights and opportunities for everyone and take a clear stance on all forms of discrimination.

Our commitment to employees is the assurance of fair treatment and reward, irrespective of gender. We do not discriminate unlawfully and are free from bias, ensuring equal pay for equal value. We continue to apply best practice as part of our hiring processes and continue to build on our existing family friendly policies and flexible working requests in order to encourage a diverse set of candidates and employees for all our roles.

Engagement with key stakeholders

Engagement with key stakeholders is discussed further in the Strategic Report.

Political donations

The Group did not make any political donations during the year.

HH Global Finance Limited
Report of the Directors (*continued*)
for the year ended 31 March 2022

Energy and carbon reporting

The Group has calculated, in respect of its UK based operations, emissions from energy and travel in line with UK Government Streamlined Energy and Carbon Reporting ("SECR") guidelines and in line with the Greenhouse Gas (GHG) Protocol. TBL Services Ltd assisted the Group in calculating these figures in collaboration with Emitwise, a carbon accounting platform that enables companies to measure and report their carbon emissions.

The results of this reporting are summarised below.

	12 months ended 31 March 2022	12 months ended 31 March 2021	12 months ended 31 March 2020
Energy consumption - [MWh]	602.2	93.2	113.8
Emissions from combustion of gas (Scope 1) - [t CO ₂ e]	36.3	-	-
Emissions from combustion of fuel for transport purposes (Scope 1) - [t CO ₂ e]	7.6	-	-
Emissions from business travel in rental cars or employee-owned vehicles where company is responsible for purchasing the fuel (Scope 3) - [tCO ₂ e]	134.4	18.2	127.8
Emissions from purchased electricity (Scope 2, location-based) - [tCO ₂ e]	74.8	21.7	26.5
Total gross CO ₂ e based on above - [tCO ₂ e]	253.1	39.9	154.3
Intensity ratio: Total gross CO ₂ e per GBP million revenue - [kgCO ₂ e/GBP million]	1,607.3	341.4	1,685.0

In line with the reporting requirements for SECR, only emissions data for the Group's controlled UK offices and facilities are included. Emission factors are taken from the Greenhouse gas reporting: conversion factors 2021 - published by the UK Department for Business, Energy & Industrial Strategy (BEIS) and the Department for Environment Food & Rural Affairs (Defra; BEIS, 2021). This includes GHG emission factors for a wide range of activities in the United Kingdom and abroad. Scope 2 emissions were calculated using the location-based method. Emission factors were selected based on their overall data quality and their representativeness and appropriateness in the specific geographic context. For the UK facilities, emission factors were taken from the UK BEIS conversion factors (BEIS, 2021), representing the average emissions of electricity supply from the UK national grid.

The emissions results for the year are higher than the previous year as they now incorporate figures for UK subsidiaries acquired as part of the InnerWorkings, Inc. acquisition which were not previously included. In addition, emissions and energy consumption in the previous year were reduced due to less travel owing to Covid-19 restrictions. Data quality is also improving each year.

Figures for the two UK trading entities acquired as a result of the Adare International Holdings Ltd acquisition in August 2021 are not available for the year ended 31 March 2022 but will be included in the forthcoming year.

Reducing energy use and GHG emissions is critical to mitigating the impact of climate change but can offer significant commercial benefits. The Group has identified that the most significant sources of operational GHG emissions reside within the value chain and is committed to reporting on scope 1, 2, and 3 emissions across its global operations for future reports.

During the year, the Group has taken the following action to reduce emissions:

- We have designed the "Sustainable Procurement Framework" to keep working with our clients and suppliers to reduce the environmental impact of purchased goods and services.

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Report of the Directors (*continued*)
for the year ended 31 March 2022

- Our UK-based offices are in modern buildings and use renewable energy when possible. We are working towards switching to 100% renewable energy to power our offices.
- Lowering upstream and downstream transportation emissions by optimising delivery mechanisms.
- Reduced business travel through the use of video-conferencing technology.
- We designed a digital footprint calculator to monitor the energy efficiency of our IT equipment;
- Employee training on the importance of energy and carbon efficiency.
- Flexible working policies to reduce employee commuting and energy consumption.

Research and development

The Group did not incur any research and development costs during the year.

Directors

The directors of the Company during the year and at the date of this report were as follows:

R J F MacMillan	appointed 20 August 2021
K Elgey	appointed 20 August 2021
M E Perez	appointed 20 August 2021
N A Cheesman	resigned 20 August 2021
E J Parsons	resigned 20 August 2021

Directors' insurance and indemnities

The Group maintains directors' and officers' liability insurance which gives cover for legal actions brought against its directors and officers. In accordance with section 236 of the Companies Act 2006, qualifying third party indemnity provisions are in place for the directors in respect of liabilities incurred as a result of their office, to the extent permitted by law. Both the insurance and indemnities applied throughout the financial year and through to the date of this report.

Auditor

Deloitte LLP have expressed their willingness to continue. Under the Companies Act 2006 section 487(2) and appropriate arrangements have been put in place for them to be deemed to be re-appointed as auditor in the absence of an Annual General Meeting.

Each of the persons who is a director at the date of approval of this report confirms that:

- So far as the directors are aware, there is no relevant audit information of which the Company's auditor is unaware; and
- The directors have taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Approval

This directors' report was approved on behalf of the board on 26 August 2022.

DocuSigned by:



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K Elgey
Director

HH Global Finance Limited
Statement of Directors' responsibilities
for the year ended 31 March 2022

Directors' responsibilities

The directors are responsible for preparing the Strategic Report, the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

HH Global Finance Limited
Independent auditor's report to the members of HH Global Finance Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of HH Global Finance Limited (the 'parent company') and its subsidiaries (the 'group'):

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 March 2022 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the consolidated statement of comprehensive income;
- the consolidated and parent company balance sheets;
- the consolidated and parent company statements of changes in equity;
- the consolidated cash flow statement; and
- the related notes 1 to 33.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the group and the parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

HH Global Finance Limited
Independent auditor's report to the members of HH Global Finance Limited

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group's and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the group's industry and its control environment, and reviewed the group's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and internal audit about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory frameworks that the group operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included the Companies Act 2006 and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the group's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team, including significant component audit teams, and relevant internal specialists, such as tax and valuations regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following areas, and our specific procedures performed to address them are described below:

HH Global Finance Limited
Independent auditor's report to the members of HH Global Finance Limited (continued)

Revenue recognition in respect of cut-off

The procedures performed to address the risk included the following:

- obtaining an understanding of the relevant controls over revenue recognition, specifically cut-off; and
- performing detailed testing of a sample of revenue recognised before and after year end, tracing invoices through to proof of delivery to challenge whether revenue was properly recognised in the correct period in line with the Group's accounting policy.

Revenue Recognition – Unbilled revenue

The procedures performed to address the risk included the following:

- obtaining an understanding of the relevant controls over revenue recognition, including appropriate cut off of revenue at year end, which included discussion with the control owners and review of evidence supporting the control activity;
- testing the shipping probability by inquiring with project managers for selected jobs, obtaining evidence of transactional activity to assess the shipping probability assumption for the selected jobs, and evaluating the impact and rationale for adjusting the shipping probability assumptions; and
- obtaining supporting documentation, including job specific customer contracts, vendor invoices and shipping support in assessing management's assumptions.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management, in-house legal counsel and external legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the group and of the parent company and their environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

HH Global Finance Limited
Independent auditor's report to the members of HH Global Finance Limited (*continued*)

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:
9D86F03CBF85481

Chris Donovan (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom
26 August 2022

HH Global Finance Limited
Consolidated Statement of Comprehensive Income
For the year ended 31 March 2022

	Note	Year ended 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
Turnover	3	1,554,983	915,039
Cost of sales		(1,152,105)	(674,132)
Gross profit		402,878	240,907
Administrative expenses		(334,732)	(215,066)
Other Operating Income	4	-	1,485
Exceptional items	8	(9,105)	(18,781)
Operating profit	5	59,041	8,545
Interest receivable and similar income		6,423	425
Interest payable and similar charges	9	(31,348)	(18,007)
Profit / (loss) before taxation		34,116	(9,037)
Tax on profit / (loss)	10	(21,148)	(2,494)
Profit / (loss) for the financial period		12,968	(11,531)
Other comprehensive income / (loss) for the period:			
Exchange differences on translation of overseas subsidiaries		6,258	(9,803)
Total comprehensive income / (loss) for the period		19,226	(21,334)

The total comprehensive income for the year was derived from continuing operations.

The notes on pages 23 to 57 form an integral part of these financial statements.

HH Global Finance Limited
Consolidated Balance Sheet
at 31 March 2022

	Note	31 March 2022 £'000	31 March 2021 £'000
Fixed assets			
Intangible assets	11	421,690	383,313
Tangible assets	12	8,724	8,286
Deferred taxation	16	2,954	1,642
		433,368	393,241
Current assets			
Stocks	14	34,886	20,366
Debtors	15	649,913	274,491
Cash at bank and in hand		93,953	142,567
		778,752	437,424
Creditors: amounts falling due within one year	17	(401,606)	(307,858)
Net current assets		377,146	129,566
Total assets less current liabilities		810,514	522,807
Creditors: amounts falling due after more than one year	18	(538,666)	(283,573)
Net assets		271,848	239,234
Capital and reserves			
Called up share capital	24	-	-
Share premium account	24	260,568	260,568
Capital contribution reserve	25	13,388	-
Foreign exchange reserve		(3,545)	(9,803)
Profit and loss account		1,437	(11,531)
Total Shareholders' funds		271,848	239,234

The notes on pages 23 to 57 form an integral part of these financial statements.

The financial statements were approved by the Board of Directors and authorised for issue on 26 August 2022.

DocuSigned by:

46A437D032394B1
K Elgey
Director

HH Global Finance Limited
Company Balance Sheet
at 31 March 2022

Company number: 12411377	Note	31 March 2022 £'000	31 March 2021 £'000
Fixed assets			
Investments	13	291,720	291,720
		291,720	291,720
Current assets			
Debtors	15	101,511	136,918
Cash at bank and in hand		4,496	24,967
		106,007	161,885
Creditors: amounts falling due within one year	17	(52,768)	(122,075)
Net current assets		53,239	39,810
Total assets less current liabilities		344,959	331,530
Creditors: amounts falling due after more than one year	18	(95,367)	(74,391)
Net assets		249,592	257,139
Capital and reserves			
Called up share capital	24	-	-
Share premium account	24	260,568	260,568
Profit and loss account		(10,976)	(3,429)
Total Shareholders' funds		249,592	257,139

The notes on pages 23 to 57 form an integral part of these financial statements.

As permitted by section 408 of the Companies Act 2006, the Company's statement of comprehensive income has not been included in these financial statements. The Company result for the year was a loss, after tax, of £7,547,000 (period to 31 March 2021: a loss after tax of £3,429,000.)

The financial statements were approved by the Board of Directors and authorised for issue on 26 August 2022.

DocuSigned by:

46A437D032394B1
K Elgey
Director

HH Global Finance Limited
Consolidated Statement of Changes in Equity
for the year ended 31 March 2022

	Called up share capital £'000	Share premium account £'000	Capital contribution reserve £'000	Foreign exchange reserve £'000	Profit and loss account £'000	Total shareholders' funds £'000
Comprehensive loss for the period:						
Loss for the year	-	-	-	-	(11,531)	(11,531)
Currency translation difference on foreign currency net investments	-	-	-	(9,803)	-	(9,803)
Total comprehensive loss for the period	-	-	-	(9,803)	(11,531)	(21,334)
Other reserves movement:						
Issue of ordinary shares	-	260,568	-	-	-	260,568
31 March 2021	-	260,568	-	(9,803)	(11,531)	239,234
Comprehensive income for the period:						
Profit for the year	-	-	-	-	12,968	12,968
Currency translation difference on foreign currency net investments	-	-	-	6,258	-	6,258
Total comprehensive income for the period	-	-	-	6,258	12,968	19,226
Other reserves movement:						
Capital contributions from ultimate parent (note 25)	-	-	13,388	-	-	13,388
31 March 2022	-	260,568	13,388	(3,545)	1,437	271,848

The notes on pages 23 to 57 form an integral part of these financial statements.

HH Global Finance Limited
Company Statement of Changes in Equity
for the year ended to 31 March 2022

	Called up share capital £'000	Share premium account £'000	Profit and loss account £'000	Total shareholders' funds £'000
Comprehensive loss for the period:				
Loss for the year	-	-	(3,429)	(3,429)
Total comprehensive loss for the period	-	-	(3,429)	(3,429)
Other reserve movement:				
Issue of ordinary shares	-	260,568	-	260,568
31 March 2021	-	260,568	(3,429)	257,139
Comprehensive loss for the period:				
Loss for the year	-	-	(7,547)	(7,547)
Total comprehensive loss for the period	-	-	(7,547)	(7,547)
Other reserve movement:				
Issue of ordinary shares	-	-	-	-
31 March 2022	-	260,568	(10,976)	249,592

The notes on pages 23 to 57 form an integral part of these financial statements.

HH Global Finance Limited
Consolidated Cash Flow Statement
for the year ended 31 March 2022

	Note	Year ended 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
Net cash generated from operating activities	21	24,041	50,751
Cash flows from investing activities			
Purchase of tangible fixed assets		(2,207)	(534)
Purchase of intangible fixed assets		(5,716)	(3,804)
Proceeds from disposal of fixed assets		158	609
Proceeds from disposal of intangible fixed assets		-	126
Acquisition of subsidiaries, net of cash acquired (note 23)		(16,476)	(84,178)
Payment of deferred consideration		(1,072)	-
Net cash outflows from investing activities		(25,313)	(87,781)
Cash flows from financing activities			
Advance of borrowings		238,624	275,121
Repayment of borrowings		(20,976)	(119,133)
Advance of loan financing to parent		(210,399)	-
Net movement in overdraft		(144)	(414)
Net movement in receivables financing facilities		(2,482)	(7,768)
Net movement in revolving credit facilities		(26,231)	1,895
Loan issue costs		(7,055)	(11,168)
Interest paid		(23,314)	(8,418)
Repayment of finance lease		(430)	(226)
Settlement of acquired share liability		-	(17,018)
Proceeds on issue of shares		-	66,736
Net cash (outflows) / inflows from financing activities		(52,407)	179,607
Net (decrease) / increase in cash and cash equivalents		(53,679)	142,577
Cash and cash equivalents at beginning of period		142,567	-
Effect of foreign exchange rate changes		5,065	(10)
Cash and cash equivalents at end of year		93,953	142,567

The notes on pages 23 to 57 form an integral part of these financial statements.

HH Global Finance Limited
Notes forming part of the financial statements
for the year ended 31 March 2022

1 Accounting policies

Basis of preparation

These financial statements relate to HH Global Finance Limited ("the Company"), a private company limited by shares, incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the Company's registered office Grove House, Guildford Road, Fetcham, Leatherhead, United Kingdom, KT22 9DF.

The principal activities of the Company and its subsidiaries (the Group) and the nature of the Group's operations are set out in the Strategic Report on pages 2 to 8.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates. The consolidated financial statements are also presented in pounds sterling. Foreign operations are included in accordance with the policies set out below.

These financial statements are prepared on the going concern basis and in accordance with the Companies Act 2006 as applicable to the companies using Financial Reporting Standard 102 ("FRS 102").

These financial statements have been prepared in accordance with the accounting policies, set out below, which have been consistently applied to all the years presented and parent company disclosure exemptions below.

Basis of consolidation

The consolidated financial statements incorporate the results of HH Global Finance Limited and its subsidiary undertakings as at 31 March 2022, using the acquisition method of accounting, with the results of the subsidiary undertakings being included from the date of acquisition.

Where subsidiaries are not wholly owned but the acquisition method of accounting applies, any non-controlling interest is only recognised to the extent it is deemed material.

Parent company disclosure exemptions

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements, which are presented alongside the consolidated financial statements. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

HH Global Finance Limited
Notes forming part of the financial statements (*continued*)
for the year ended 31 March 2022

1 Accounting policies (*continued*)

Going concern

The Group's business activities, together with the factors likely to affect its future development, performance and financial position are set out in the Strategic Report and the directors' report.

The Group meets its day-to-day working capital requirements through cash generated by operations of its subsidiaries, and through group-wide financing arrangements which include loan and working capital facilities with external providers.

As part of the process for determining that it is appropriate to prepare the financial statements under the going concern convention the directors considered the following factors:

- The net liability position of the Group after taking into account long-term debt that is not repayable until 2027;
- The ability of the Company to continue to receive financial support, as required, from group undertakings as part of financing arrangements with external lenders;
- Forecast cash flows for the period from April 2022 to September 2023 (taking into account working capital movements and hence impact on net assets / liabilities), being the time period that the directors considered the most appropriate to forecast ahead with reasonable certainty at this time. The directors then considered the impact of this forecast on the Group's ability to meet both its covenant and minimum operating cash balance requirements;
- High level stress tests of these forecast numbers to take account of unforeseen impacts to trading activities. These stressed results were then assessed against the mitigating actions available to the group, including flexing key elements of its operating costs throughout the period of review;
- Based upon a reasonable downside scenario involving a net revenue reduction of 15% the Group is forecast to maintain covenant compliance throughout the period of review. Even allowing for a worst case scenario of a reduction of 25% of net revenues the group has available actions that it has used previously to mitigate the impact on covenants and cash balances.

Having reviewed the Group's forecasts and projections and after taking account of possible changes in trading performance, the directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for at least the next 12 months and to meet its liabilities as they fall due. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

Turnover

Turnover primarily represents the value of creative production and procurement services provided to external clients. Turnover during the prior period also included revenues from the one-off supply of pandemic related personal protective equipment and consumables to clients. Turnover is recognised net of value added tax and any discounts allowed, in the period in which goods are delivered or the service is provided.

Exceptional items

Items that are non-recurring, or irregular, and material in size or non-operating in nature are presented as exceptional items in the income statement (note 8). The directors are of the opinion that separate presentation of exceptional items provides helpful information about the Group's underlying business performance.

Government grants

Government grants received in the prior period are recognised based on the accrual model and are measured at the fair value of the asset received or receivable. Grants relating to revenue are recognised as Other Operating Income over the period in which the related costs are recognised.

Goodwill

Goodwill arising on an acquisition of a subsidiary undertaking is the difference between the fair value of the consideration paid and the fair value of the identifiable assets and liabilities acquired. It is capitalised and amortised through the income statement over the directors' estimate of its useful economic life of 10 years.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

1 Accounting policies (continued)

Intangible fixed assets – acquired via business combination

Intangible assets acquired as part of an acquisition of a business are capitalised separately from goodwill if the fair value can be measured reliably on initial recognition. Subsequent to initial recognition, intangible assets are stated at cost less accumulated amortisation and accumulated impairment.

Intangible assets are amortised on a straight-line basis over their estimated useful. The carrying value of intangible assets is reviewed for impairment if events or changes in circumstances indicate the carrying value may not be recoverable. The rates of amortisation based on the useful economic lives of intangible assets are as follows:

Acquired customer relationships	-	9 – 17% per annum on cost
Acquired software	-	16 - 25% per annum on cost

Intangible fixed assets – internally developed

Internally developed software is stated at historical cost for development activities less accumulated amortisation and accumulated impairment losses, if any.

Amortisation is provided to write off the cost, less estimated residual values over the expected useful life of the software on a straight-line basis. It is calculated from the date it is first placed into service, at the following rate:

Internally developed software	-	20% - 33% per annum on cost
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Amortisation is included in 'administrative expenses' in the income statement.

Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

Non-financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use. Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Financial assets

For financial assets carried at amortised cost, the amount of impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

1 Accounting policies (continued)

Tangible fixed assets

Tangible fixed assets are stated at historical cost less accumulated depreciation and accumulated impairment losses, if any.

Depreciation is provided to write off the cost, less estimated residual values, of all tangible fixed assets over their expected useful lives on a straight-line basis. It is calculated, from the date of acquisition, at the following rates:

Motor vehicles	-	25% per annum reducing balance or 25% per annum on cost
Computer equipment	-	25% per annum reducing balance or 20% - 33% per annum on cost
Office equipment	-	25% per annum reducing balance or 20% - 33% per annum on cost
Fixtures and fittings	-	14%- 33% per annum on cost

The need for any tangible fixed asset write down is assessed by comparison of the carrying value of the asset against the higher of its realisable value and value in use.

Cash at bank and in hand

Cash at bank and in hand is stated net of bank overdrafts, where the Company has a legal right of set off and includes cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less.

Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities.

(i) Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments which meet the following conditions of being 'basic' financial instruments as defined in paragraph 11.9 of FRS 102 are subsequently measured at amortised cost using the effective interest method.

Debt instruments that have no stated interest rate (and do not constitute financing transaction) and are classified as payable or receivable within one year are initially measured at an undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

Commitments to make and receive loans which meet the conditions mentioned above are measured at cost (which may be nil) less impairment.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Group transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Group, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

1 Accounting policies (continued)

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

(ii) Investments

In the Company balance sheet, investments in subsidiaries and associates are measured at cost less impairment. For investments in subsidiaries acquired for consideration including the issue of shares, this element of the consideration is recognised at the fair value.

Investments denominated in foreign currency are translated at historical rates of exchange.

(iii) Equity instruments

Equity instruments issued by the Company are recorded at the fair value of cash or other resources received or receivable, net of direct issue costs.

(iv) Fair value measurement

The best evidence of fair value is a quoted price for an identical asset in an active market. When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse of time since the transaction took place. If the market is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, the fair value is estimated by using a valuation technique.

Stocks

Work in progress relates to the cost of print media jobs, which have yet to be delivered to clients at the balance sheet date. These are valued at the lower of cost and net realisable value. Net realisable value is based on estimated selling price less additional costs to complete.

Finished goods largely consist of purchased goods and are stated at the lower of cost and net realisable value being the estimated selling price less the costs of disposal.

At each reporting date, stocks are assessed for impairment. If stocks are impaired, the carrying amount is reduced to its selling price less costs to complete and sell. Any impairment loss is recognised immediately in the income statement.

Business combinations (see also note 2)

The acquisition method of accounting is used to account for the acquisition of subsidiaries by the Group. The cost of an acquisition is the total fair value of the consideration given, including any directly incremental costs incurred in connection with the acquisition.

Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the income statement, except that a charge attributable to an item of income or expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted by the reporting date in the countries where the Company's subsidiaries operate and generate taxable income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

1 Accounting policies (continued)

- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where timing differences relate to interests in subsidiaries, associates, branches and joint ventures and the Group can control their reversal and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets and liabilities acquired and the amount that will be assessed for tax. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Foreign currency

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in sterling, which is the Company's functional and the Group's presentational currency.

On consolidation, the results of overseas operations are translated into sterling at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date, including any goodwill in relation to that entity. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income and shown within reserves within the foreign currency reserve.

(b) Transactions and balances

Foreign currency transactions are translated into the Group entity's functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement. Foreign exchange gains and losses are presented in the income statement within 'Administrative expenses'.

Share-based payments

The Group operates a share-based payment scheme. The directors have determined that this scheme is an equity-settled share-based payment scheme and it is measured at fair value (excluding the effect of non-market-based vesting conditions) at the date of grant. The fair value determined at the grant date is expensed on a straight-line basis over the expected vesting period, based on the Group's estimate of shares that will eventually vest and adjusted for the effect of non-market-based vesting conditions. HH Global Enterprise Network Ltd, the Company's ultimate parent undertaking, has the obligation to settle the scheme and the amount expensed is therefore treated as a capital contribution.

Fair value is measured by use of a Monte Carlo simulation model which is considered by management to be the most appropriate method of valuation. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

Pension costs

Contributions were made by the Group to the individual money purchase pension plans of certain employees during the period. Contributions by the relevant company to these plans were charged to the income statement. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Holiday pay

A liability is recognised in respect of any unused holiday pay entitlement which has accrued at the balance sheet date and is available to be carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the balance sheet date.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

1 Accounting policies (continued)

Leased assets: Lessee

Where assets are financed by leasing agreements that give rights approximating to ownership (finance leases), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable over the term of the lease. The corresponding leasing commitments are shown as amounts payable to the lessor. Depreciation on the relevant assets is charged to the income statement over the shorter of estimated useful economic life and the term of the lease.

Lease payments are analysed between capital and interest components so that the interest element of the payment is charged to the income statement over the term of the lease. The capital part reduces the amounts payable to the lessor.

All other leases are treated as operating leases. Their annual rentals are charged to the income statement on a straight-line basis over the term of the lease.

Interest

Interest receivable and payable are recognised in the income statement in the period in which they arise.

Reserves

Share capital

Called up share capital represents the nominal value of the shares issued.

Share premium

Share premium represents the excess consideration paid for shares over their nominal value.

Foreign exchange reserve

The foreign exchange reserve represents the cumulative impact of exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate during the period.

Profit and loss account

The profit and loss account represents cumulative profits and losses net of distributions to owners.

Capital contribution

The capital contribution reserve relates to amounts charged to the profit and loss account in respect of equity-settled share-based payment schemes.

HH Global Finance Limited
Notes forming part of the financial statements (*continued*)
for the year ended 31 March 2022

2 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described in note 1, the directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the Group's accounting policies

Except as stated below, the directors do not believe there are any critical judgements that the directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

Accounting for business combinations during the period

Three business combinations were made during the period with the acquisitions of Adare, Noosh, and PCM and PMS (note 23).

For all acquisitions in the period, as the entire share capital was being purchased, complete control was deemed to be given on the effective date per the legally executed agreements.

For each acquisition, under FRS 102, the acquirer must allocate the consideration paid to all identifiable assets acquired and liabilities assumed as at the date of the acquisition at fair value. The difference between the total consideration transferred and the identifiable net assets acquired is treated as goodwill. FRS 102 specifies the criteria for recognising intangible assets separately from goodwill if for these intangible assets:

- It is probable economic benefits will flow from them and that the fair value of the assets can be measured reliably measured
- They arise from contractual or legal rights
- They are separable

The directors concluded that the following intangible assets have been identified as arising from the acquisitions made during the period.

- Customer relationships
- Software
- Goodwill

Goodwill has been allocated across four regions, North America, EIMEA, LATAM and APAC which, in the opinion of the directors, represent the smallest identifiable group of assets that generate cashflows which are largely independent of each other, and which mirror the lowest form of management information reporting reviewed by the Board of Directors.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

2 Critical accounting judgements and key sources of estimation uncertainty (continued)

Key sources of estimation uncertainty

The directors do not believe there are any key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date other than those items discussed below that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

(i) Valuation of Intangible Fixed Assets acquired in business combinations

For each acquisition, under FRS 102, the acquirer must allocate the consideration paid to all identifiable assets acquired and liabilities assumed as at the date of the acquisition at fair value. In establishing the valuation of the goodwill and associated intangibles the company engaged with independent third-party valuation experts who used the following valuation methods:

- Software – Book value underpinned by one of relief from royalty or cost to replicate methods.
- Customer relationships – Multiperiod excess earning method “MEEM”.
- Goodwill – Residual value after allocation of value to all other intangible assets.

In respect of the valuation of customer relationships the directors have taken into consideration revenue and profit margins, the likely attrition and churn rates and also an appropriate discount with which to discount cash flows over the period which ends with a terminal year ended 31 March 2027. In doing so the directors acknowledge that such assumptions are accompanied with an element of uncertainty but believe that these assumptions best represent the most likely scenarios upon which to base these valuations at the balance sheet date. Any diversion of these assumptions from future results would have the impact of under or overstating the value of intangible assets related to customer contracts and under or over stating the acquired cost of goodwill acquired on acquisition by a similar amount.

Intangible assets are amortised in line with the rates set out in note 1. In estimating the appropriateness of the useful economic lives of the intangible fixed assets established in the period the directors have taken into account for software, the likely timing between significant system upgrades and for customer contracts the impact of contract attrition until such time as the cashflows associated with those contracts becomes *de-minimis*. Residual goodwill is amortised over 10 years reflecting, in part, the estimated employee element of goodwill associated with these contractual assets.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

3 Turnover

Analysis of turnover by business activity:

	Year ended 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
<i>Creative production and procurement services</i>	1,554,983	888,339
Personal protective equipment and related consumables	-	26,700
	<u>1,554,983</u>	<u>915,039</u>

An analysis of turnover by geographical market is shown below:

	Year ended 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
North America	769,249	483,050
EIMEA	529,760	252,322
LATAM	145,043	69,980
APAC	110,931	109,687
	<u>1,554,983</u>	<u>915,039</u>

4 Other operating income

	Year ended 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
Government grants	-	1,485
	<u>-</u>	<u>1,485</u>

During the prior period government grants of £1,485,000 were received as part of government initiatives to provide financial support where employees were furloughed as a result of Covid-19. There are no future related costs in respect of these grants which were received solely as compensation for costs incurred in the period. The Group has not directly benefited from any other forms of government assistance.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

5 Operating profit

	Year ended 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
Operating profit is stated after charging:		
Depreciation of tangible fixed assets (note 12):		
- owned assets	3,048	1,755
- leased assets	144	79
Amortisation of goodwill (note 11)	21,798	16,517
Amortisation of other intangible fixed assets (note 11)	31,156	26,643
Rentals payable under operating leases:		
- land and buildings	17,690	5,094
- other operating leases	795	150
Share-based payment expense (note 25)	12,824	564
Foreign exchange loss	3,901	1,486

The analysis of the auditor's remuneration is as follows:

	Year ended 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
Fees payable to the parent company's auditor and its associates:		
For the audit of the parent company's annual accounts	20	20
For other services to the parent company's subsidiaries	1,790	1,986
Total audit fees	1,810	2,006
Taxation compliance services	475	670
Other taxation advisory services	763	361
One-time corporate finance services	390	1,320
Total non-audit fees	1,628	2,351

Fees payable to Deloitte LLP and its associates for non-audit services to the Company are not required to be disclosed because the consolidated financial statements are required to disclose such fees on a consolidated basis.

No services were provided pursuant to contingent fee arrangements.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

6 Employees

The average monthly number of employees during the period, including executive directors, was:

	Year ended 31 March 2022 Number	Period from incorporation to 31 March 2021 Number
Directors	3	3
Production	2,251	1,368
Sales and administration	1,302	867
	<u>3,556</u>	<u>2,238</u>

	Year ended 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
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Staff costs for all employees, including executive directors, consist of:

Wages and salaries	166,024	110,675
Social security costs	19,162	17,674
Other pension costs	3,864	1,849
Share based payment expense (note 25)	12,823	564
	<u>201,873</u>	<u>130,762</u>

The Company had no staff costs in the current year or previous period. Directors' remuneration has been borne by another group company.

7 Directors' remuneration

	Year to 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
Directors' remuneration consists of:		
Emoluments	1,355	765
Payments to defined contribution pension scheme	25	16
	<u>1,380</u>	<u>781</u>

There were five (2021: two) directors for whom the Group made contributions to money purchase pension plans during the year. The emoluments of the highest paid director were £477,000 (2021: £565,000) and contributions paid to a pension scheme on their behalf were £2,000 (2021: £12,000).

Total compensation paid to key management personnel, which includes the remuneration of directors as shown above, was £5,509,000 (2021: £3,896,000).

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

8 Exceptional items

	Year to 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
Acquisition costs	1,678	7,275
Restructuring costs	7,427	11,506
	9,105	18,781

Acquisition costs

These costs relate to non-recurring legal and professional fees in relation to the acquisitions during the period (note 23) which do not qualify for capitalisation.

Restructuring costs

These costs relate to the post acquisition charges incurred as part of the integration of acquisitions and include redundancy, severance and retention related costs, along with legal entity rationalisation related fees.

9 Interest payable and similar charges

	Year to 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
Loan interest	30,613	17,617
Bank interest	647	62
Other interest	88	328
	31,348	18,007

HH Global Finance Limited
Notes forming part of the financial statements (*continued*)
for the year ended 31 March 2022

10 Tax on loss

	Year to 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
<i>Current tax</i>		
UK corporation tax at 19%	4,090	45
Tax relating to subsidiaries' pre-acquisition periods	94	(1,048)
	4,184	(1,003)
<i>Overseas corporation tax</i>		
Current tax on profit for the period	18,170	2,290
Tax relating to subsidiaries' pre-acquisition periods	(2,238)	(5,042)
	15,932	(2,752)
Total current tax	20,116	(3,755)
<i>Deferred tax</i>		
Origination and reversal of timing differences – relating to current period	(1,821)	196
Origination and reversal of timing difference – relating to subsidiaries pre-acquisition periods	3,022	5,377
Effect of change in tax rate	(169)	676
Total deferred tax (see note 16)	1,032	6,249
Total tax charge for the period	21,148	2,494

In May 2021 the previously announced increase in the UK corporate tax rate from 19% to 25% was substantively enacted and will be effective 1 April 2023.

The impact is an increase in deferred tax on timing differences expected to reverse after 1 April 2023.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

10 Tax on loss (continued)

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The differences are explained below:

	Year to 31 March 2022 £'000	Period from incorporation to 31 March 2021 £'000
Profit / (loss) before tax	34,116	(9,037)
Profit / (loss) at the standard rate of corporation tax in the UK of 19% (2021: 19%)	6,482	(1,716)
Effects of:		
Expenses not deductible for tax purposes	1,469	289
Non-deductible interest and preference shares	692	(16)
Share based payments	2,228	(420)
Impact of foreign exchange	(384)	(837)
Amortisation of goodwill	4,102	3,833
Tax relating to subsidiaries' pre acquisition periods	878	(713)
Differences between UK and overseas tax rates	3,440	445
Change in tax rates	(169)	677
Deferred tax not recognised	(482)	813
Other taxes	2,892	139
Total tax charge for the period	21,148	2,494

HH Global Finance Limited
Notes forming part of the financial statements (*continued*)
for the year ended 31 March 2022

11 Intangible fixed assets

	Goodwill £'000	Customer relationships £'000	Software £'000	Total £'000
<i>Costs</i>				
At 1 April 2021	184,259	222,888	17,705	424,852
Acquired in business combinations (note 23)	54,474	14,736	2,608	71,818
Additions	-	-	5,716	5,716
Disposals	-	-	(30)	(30)
Foreign exchange	7,194	8,601	1,075	16,870
At 31 March 2022	245,927	246,225	27,074	519,226
<i>Amortisation</i>				
At 1 April 2021	(15,889)	(20,568)	(5,082)	(41,539)
Charge for the period	(21,798)	(26,115)	(5,041)	(52,954)
Disposals	-	-	23	23
Foreign exchange	(1,060)	(1,593)	(413)	(3,066)
At 31 March 2022	(38,747)	(48,276)	(10,513)	(97,536)
<i>Net book value</i>				
At 31 March 2022	207,180	197,949	16,561	421,690
At 31 March 2021	168,370	202,320	12,623	383,313

Software primarily relates to amounts capitalised in relation the development of the Group's core systems and technology. Development costs have been capitalised in accordance with the requirements of FRS 102 and are therefore not treated, for dividend purposes, as a realised loss.

As at the balance sheet date, the directors have performed a review of any impairment indicators and consider none to exist.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

12 Tangible fixed assets

	Fixtures and fittings £'000	Plant & machinery £'000	Computer equipment £'000	Total £'000
<i>Cost</i>				
At 1 April 2021	12,085	643	16,549	29,277
Acquired in business combination (note 23)	1,103	-	54	1,157
Additions	1,243	113	851	2,207
Disposals	(849)	(245)	(240)	(1,334)
Reclassification between categories	2,809	-	(2,809)	-
Foreign exchange	316	11	570	897
At 31 March 2022	16,707	522	14,975	32,204
<i>Depreciation</i>				
At 1 April 2021	(6,364)	(331)	(14,296)	(20,991)
Charge in the period	(1,663)	(126)	(1,403)	(3,192)
Disposals	829	131	189	1,149
Reclassification between categories	(2,209)	-	2,209	-
Foreign exchange	(119)	(19)	(308)	(446)
At 31 March 2022	(9,526)	(345)	(13,609)	(23,480)
<i>Net book value</i>				
At 31 March 2022	7,181	177	1,366	8,724
<i>Net book value</i>				
At 31 March 2021	5,721	312	2,253	8,286

The net book value of tangible fixed assets includes an amount of £167,000 (2021: £482,000) in respect of assets held under finance leases.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

13 Fixed asset investments

<i>Investments in subsidiary undertakings</i>	£'000
<i>Cost</i>	
At 1 April 2021	291,720
Additions in year	-
At 31 March 2022	291,720
<i>Impairment</i>	
At 1 April 2021	-
Provided in year	-
At 31 March 2022	-
<i>Net book value</i>	
At 31 March 2022	291,720
<i>Net book value</i>	
At 31 March 2021	291,720

The directors assess the investments held for indicators of impairment and perform a detailed impairment review as required. During the year, the directors identified no such indicators and so no provisions have been made.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

13 Fixed asset investments (continued)

Details of the Group's subsidiary undertakings are set out below. All companies are in the business of delivery of creative production and procurement services, unless otherwise stated. All holdings are 100% of ordinary shares unless otherwise stated.

Name	Country of incorporation	Registered address
EIMEA		
HH Global Ltd	England	Grove House, Guildford Rd, KT22 9DF
HH Global Corporate Services Ltd	England	Grove House, Guildford Rd, KT22 9DF
HH Associates Ltd	England	Grove House, Guildford Rd, KT22 9DF
EYELEVEL Solutions Ltd	England	5 Cranbrook Way, Solihull, UK, England, B90 4GT
InnerWorkings Europe Ltd	England	5 Cranbrook Way, Solihull, UK, England, B90 4GT
Professional Packaging Services Ltd	England	5 Cranbrook Way, Solihull, UK, England, B90 4GT
Merchandise Mania Ltd	England	5 Cranbrook Way, Solihull, UK, England, B90 4GT
Adare International Limited ¹	England	Eni House, Basing View, Basingstoke, RG21 4YY
Continuous Stationery Limited	England	Eni House, Basing View, Basingstoke, RG21 4YY
InnerWorkings (NI) Ltd	Northern Ireland	Murray House, Murray Street, Belfast, BT1 6DN
HH Global Belgium SRL ²	Belgium	Charles-Quint, 584 1082 Berchem Sainte-Agathe
EYELEVEL s.r.o.	Czech Republic	Evropská 859/115, Vokovice, 160 00 Praha 6
Eyelevel Distribution Services s.r.o.	Czech Republic	Evropská 859/115, Vokovice, 160 00 Praha 6
HH France SAS	France	37 rue de Liège, 75008 Paris
InnerWorkings Europe Ltd (Etrinsic Ltd French Branch)	France	Place de Seine, Bâtiment B 155-159 Rue Anatole 92300 LevalloisPerret
InnerWorkings France SAS	France	Place de Seine, Bâtiment B 155-159 Rue Anatole 92300 LevalloisPerret
Iconomedia Sarl	France	Place de Seine, Bâtiment B 155-159 Rue Anatole 92300 LevalloisPerret
HH Print Management Deutschland GmbH	Germany	Niederkasseler Lohweg 18 40547 Dusseldorf
InnerWorkings Deutschland GmbH	Germany	Hohe Bleichen 12, 20354 Hamburg
InnerWorkings Hellas M.I.K.E	Greece	72, Vassiliou Deligianni Str., 144 52 Metamorfofi, Athens
Xpando Media (Ireland) Ltd ³	Ireland	Unit M, M7 Business Park Newhall Naas Co. Kildare, Naas, Kildare, W91YC5E
HH Global Italy S.r.l. ³	Italy	Via Montefeltro 4 CAP 20156 Milano
InnerWorkings Italia S.R.L.	Italy	Via Montefeltro 4 CAP 20156 Milano
Adare International Italy S.R.L.	Italy	C/o Grant Thornton, Bermoni & Partners, Via Melchiorre Gioia 8 - 20124 Milano
HH Global Marketing Solutions Private Limited ⁴	India	Unit Nos E 201-202, G 202, Lotus Corporate Park, CTS No 185/A, Goregaon (East) Mumbai Maharashtra 400063
InnerWorkings India Private Limited	India	Unit Nos E 201-202, G 202, Lotus Corporate Park, CTS No 185/A, Goregaon (East) Mumbai Maharashtra 400063
HH Global Kazakhstan Limited Liability Partnership	Kazakhstan	9th Fl. Business Center Baykonyr, 42 Abay Ave 050022 Almaty
InnerWorkings Luxembourg IP S.à r.l.	Luxembourg	46 A Av. J. F. Kennedy, 1855
Adare DOOEL Skopje	Macedonia	Str. Sv. Kiril i Metodij no 52b-1/18 Skopje, Centar
Adare Int LLC	Moldova	Grant Thornton, 69 Grigore Ureche Street, Chisinau, MD-2005
HH Associates Netherlands BV	Netherlands	Rivium Boulevard 215, Crystal Building A 7e etage, 2909 LK Capelle aan den IJssel
InnerWorkings Nederland BV	Netherlands	Meander 251, 6825 MC ARNHEM
PaperChainManagement B.V.	Netherlands	Rivium Boulevard 215, Crystal Building A 7e etage, 2909 LK Capelle aan den IJssel
Print & Media Services B.V.	Netherlands	Rivium Boulevard 215, Crystal Building A 7e etage, 2909 LK Capelle aan den IJssel
HH Poland Sp. Z o.o	Poland	Pruszkowska 29B Street, 02-118 Warsaw
InnerWorkings Polska Spółka z Ograniczona Odpowiedzialnoscia	Poland	Zwirki i Wigury Street, 16B, 02-092, Warsaw
InnerWorkings Portugal, Unipessoal LDA	Portugal	Avenida da República, nº 679-1º-sala 1.5, 4450 - 242 Matosinhos
HH Global Russia LLC	Russia	Room XI/36, Floor 7, Building 43, 13 Zvenigorodskaya 2nd Street, 123022, Moscow
EYELEVEL, LLC	Russia	1 Bld., 1 Yeniseiskaya Street. Of. 228, 129334, Moscow
InnerWorkings Rus LLC	Russia	43 Bld., 2nd Zvenigorodskaya Street 13, office 409, 123022, Moscow
Adare International LLC	Russia	Attic floor, office 10, Building 2, House 7, Pereulok Zvonarskiy, 107031, Moscow
HH Global Africa (Proprietary) Ltd ⁵	South Africa	57 Sloane & Corner Main Road, Bryanston

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

13 Fixed asset investments (continued)

Name	Country of incorporation	Registered address
EIMEA (continued)		
InnerWorkings South Africa (Pty) Ltd ³	South Africa	3rd Floor, 200 On Main, Cnr. Main and Bowwood Roads Claremont, Western Cape, 7708
HH Print Management Spain S.L	Spain	Cl Pau Claris 165, Planta 6 C&D Barcelona 08037
InnerWorkings Iberica S.L.	Spain	Cl Pau Claris 162-164 Ptas. 1 a 4, 08037, Barcelona
InnerWorkings Latin America, S.L. ³	Spain	PS de Gracia Num. 61 P.2 PTA. 1, 08007, Barcelona
HH Nordic AB	Sweden	c/o Servando Bolag AB Box 5814 10248 Stockholm
InnerWorkings Switzerland GmbH	Switzerland	Rue du Nant 8, c/o Bernie Associates SA, 1207 Geneve
Adare International Switzerland GmbH	Switzerland	C/o Grant Thornton Advisory AG, Claridenstrasse 35, P.O. Box, CH-8027, Zurich
HH Turkey Baski Yonetim Hizmetleri Ltd.Sti	Turkey	19 Mayıs Mah. Atatürk Cad. Esin Sok. Yazgan İş Merkezi No 3 K:6 D:13 Kozyatağı/Kadıköy- İstanbul
InnerWorkings Ukraine LLC ³	Ukraine	Podilskij district, 15A Kyrylivska, 04080, Kyiv
Adare Ukraine LLC	Ukraine	C/o Grant Thornton LLC, Sichovyykh Stritsiv Street, 6004050 Kyiv
HH Global Mena DMCC ⁶	United Arab Emirates	Unit No. 160-4 & 1605-17, Jumeirah Bay 2, Plot No. JLT-PH2- X2A, Jumeira Lakes Towers
North America		
HH Associates US, Inc. ⁷	USA	1209 Orange Street, Wilmington, New Castle, DE 19801
INWK EMEA, LLC	USA	651 N. Broad St, Suite 308, Middletown 19709
InnerWorkings Luxembourg IP S.à r.l. LLC	USA	651 N. Broad St, Suite 308, Middletown 19709
Catch 3, Inc.	USA	203 North LaSalle St, Suite 1800, Chicago IL 60601
Screened Images, Inc.	USA	7 Joanna Court, East Brunswick NJ 08816
Adare International Inc.	USA	1209 Orange Street, Wilmington, New Castle, DE 19801
NewlineNoosh, Inc.	USA	1209 Orange Street, Wilmington, New Castle, DE 19801
HH Global Marketing Services (Canada) Inc.	Canada	40 King Street West, Suite 5800, Toronto ON M5H 3S1
InnerWorkings Canada, Inc.	Canada	511 Millway Avenue, Concord, Ontario ON L4K 3V4
Traderunner Inc.	Puerto Rico	1095 Wilson Ave, Suite 6, Puerta del Condado, San Juan 00907
HH Global Puerto Rico Inc. ⁸	Puerto Rico	Andrea's Court Calle Natalia 8. Trujillo Alto PR 00976
LATAM		
HH Global (Argentina) S.r.l.	Argentina	Cerrito 1070, 3rd Floor, Buenos Aires CP 1010
InnerWorkings IWARC S.A. ³	Argentina	25 de Mayo 749, 5th Floor, 17 Office, Buenos Aires CP 1428
Adare International S.R.L. ⁹	Argentina	Alem Leandro, N AV. 518 Piso:2, 1001 – Ciudad Autonoma, Buenos Aires
AdareIB Servicios SA ¹⁰	Bolivia	Calle Guembe, No. 2015, Esquina Avenue, Beni
HH Print Management DO Brasil ER Ltda ³	Brazil	Rua Butantã, 336, 8th floor, Room 08-106, Pinheiros, CEP 05424-000, São Paulo – SP
EYELEVEL Design Ltda ³	Brazil	Avenida Presidente Getúlio Vargas, 2574, Bairro Água Verde, Loja 01, Andar TR, Condomínio Nobre CD Compl, CEP 80.240-040, City of Curitiba, State of Paraná
InnerWorkings Comercio de Produtos de Marketing Ltda. ³	Brazil	Rua Butanta No. 336, Andar 8, Suite 104, Pinheiros, 05424- 000, Sao Paulo
InnerWorkings Brasil Gerenciamento de Impressoes Ltda. ³	Brazil	Rua Butanta No. 336, Andar 8, Pinheiros, 05424-000, Sao Paulo
Adare Brasil Servicos de Marketing LTDA ¹¹	Brazil	Edificio Corporate Plaza, Rua Alexandre Dumas, 2100, Conjunto 61, São Paulo, SP – CEP 04717-913
HH Chile SpA ³	Chile	Huerfanos #770 402, Santiago
Cirgit Servicios de Impresion S.A.	Chile	Avenida Providencia 329 Piso 6, Comuna de Providencia
InnerWorkings Servicios Ltda.	Chile	Avenida Providencia 329 Piso 6, Comuna de Providencia
Adare International Chile SPA	Chile	1954, Oficina 1801 - 7500521, Providencia, Santiago
HH Colombia S.A.S ³	Colombia	Carrera 19A #90, 13 Oficina 712 La Noventa Building, Bogota
InnerWorkings Andina S.A.S.	Colombia	Carrera 19A #90, 13 Oficina 712 La Noventa Building, Bogota
Adare International SAS	Colombia	Calle 72 # 10-07 oficina 401, Bogota, Distrito Capital 110231
HH Global (Costa Rica) S.R.L. ³	Costa Rica	San Pedro de Montes de Oca Bo. Dent de la Agencia, San José
Adare International Costa Rica SRL	Costa Rica	Edificio Gibraltar, Rohrmoser, San Jose
HH Global Dominican Republic S.R.L. ¹²	Dominican Republic	Av. 27 de Febrero, Plaza Central, Tercer Nivel, Local 343-F, Santo Domingo
HH Global Associates Ecuador HHGA CIA. LTDA ³	Ecuador	Calle Lorenzo de Garaicoa N 732 and Victor Manuel Rendon, Plaza Centenario Building Floor 3, Guayaquil
InnerWorkings Servicios, S.A.	Ecuador	Av. Cristobal Colon 535 y Av. 6 de Diciembre
Adare International Del Ecuador SA ¹¹	Ecuador	Av. Republica del Salvador 1082 y Naciones Unidas, Edificio Mansion Blanca Torre Paris P5.Pichincha Quito 170155.
HH Global El Salvador, S.A. DE C.V. ³	El Salvador	Avenida Masferrer Norte, Pasaje San Luis # 8, Col. Escalón, San Salvador
Adare International El Salvador, S.A. de C.V. ¹¹	El Salvador	Av Masferrer Norte Psj. San Luis, Col Escalón, #8 San Salvador

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

13 Fixed asset investments (continued)

Name	Country of incorporation	Registered address
LATAM (continued)		
HH Global Guatemala S.A. ³	Guatemala	6 Avenida Edificio HQ Fontabella 12-24 Tercer Nivel Oficina 606 Zona 10
Adare Guatemala International, Sociedad Anonima ⁹	Guatemala	3a. Avenida 12--38 Zona 10 Edificio El Paseo Plaza 1 1 1 Nivel 7, Oficina 702
HH Global (HONDURAS) S. de R.L. ³	Honduras	Ciudad Distrito Central Barrio o Colonia 0433 Palmira (433) Col Palmira Edificio Palmira 4to Piso Ave
Adare Honduras S.A. de C.V. ¹¹	Honduras	Edificio Bufete Medrano Irias 13-14 Ave., 7 calle A. N.O. Barrio Los Andes Apdo. Postal 2047
Global Brand Management Mexico s de rl de cv ³	Mexico	Insurgentes Sur 552 Piso 12 Col. Roma Sur, Cuauhtémoc, Mexico City, CP 06760
INWK Mexico S de R.L. De C.V. ³	Mexico	Insurgentes Sur 552 Piso 12 Col. Roma Sur, Cuauhtémoc, Mexico City, CP 06760
EYELEVEL Sociedad de Responsabilidad Limitada de Capital Variable ³	Mexico	Insurgentes Sur 552 Piso 12 Col. Roma Sur, Cuauhtémoc, Mexico City, CP 06760
Adare International Mexico, S. DE R.L. DE C.V. ¹¹	Mexico	Insurgentes Sur 552 Piso 12 Col. Roma Sur, Cuauhtémoc, Mexico City, CP 06760
Adare International SAS (Nicaragua) Sociedad Anonima ¹⁰	Nicaragua	C/o Grant Thornton Hernández & Asociados, Rotonda El Güegüense, 2 cuadras al oeste, 1 cuadra al sur Reparto Bolonia
HH Global Panama S.A	Panama	Corregimiento de BELLA VISTA, Urbanización Marbella, Calle 53 Este, Edificio PH, Humboldt Tower
Adare International Panama S. de R.L. ¹¹	Panama	Grant Thornton Cheng y Asociados, Calle Primera, El Carmen, No 111
Adare International Paraguay S.A. ¹¹	Paraguay	Olmedo Abogados, Av. Peru No 534, Asunción
HH Global (Peru) S.A.C ³	Peru	Av. Pardo y Aliaga 699, Office - 501-A San Isidro, Lima
InnerWorkings Peru S.A.C.	Peru	Las Casuarinas NRO. 291 URB. Los Sauces 3 Etapa Lima - Surquillo
Adare International S.R.L. ¹¹	Peru	Av. Victor Andres Belaunde 147, Via Principal 110, Edificio Real Cinco, Oficina 901, San Isidro, Lima
INWK Uruguay S.A.	Uruguay	Av. Lui Alberto de Herrera 1052, Of. 1402
Adare Uruguay S.A.	Uruguay	C/o Grant Thornton Uruguay, Colonia 810, P.10, Montevideo
Innerworkings LATAM SA	Venezuela	Carretera El Hatillo, Edif. Trinidad Tepuy, Piso 1, Local 1-13, Urb. Sorocaima, Municipio Baruta, Estado Miranda, Caracas
APAC		
HH Australia (Proprietary) Limited	Australia	Level 1, Suite 2, 28-30 Burwood Road, Burwood NSW 2134
Genii Pty Limited	Australia	Level 12, 60 Castlereagh Street, Sydney, NSW 2000
HH Global Enterprises Management Consulting (Beijing) Co. Ltd	China	A-707, Beijing Fairmont Tower, 33# Guangshun North Street Chaoyang, Beijing
Taizhou Eyelevel Store Fixtures Co., Ltd.	China	No. 3, Yuxi Village, Yuxi County, Jiangyan District, Taizhou City, Jiangsu Province
Guangzhou InnerWorkings Trading Company Limited	China	Room 1805, No. 374-2, Beijing Road, Yuexiu District, Guangzhou
InnerWorkings Trading & Commerce (Shanghai) Co. Ltd.	China	2530 Central Plaza, No.381, Huaihai Middle Road, Huangpu District, Shanghai
Xiamen Eyelevel Commercial Equipment Co., Ltd.	China	A06 2nd Floor, No.18, East Haijing Road, Xiamen Area (Free Trade Port Zone) of China (Fujian) Pilot Free Trade Zone
Xiamen Eyelevel Equipment Manufacture Co., Ltd	China	No. 85, Qun Yao Road, Xiamen Area (Free Trade Port Zone) of China (Fujian) Pilot Free Trade Zone
HH APAC Ltd	Hong Kong	20/F, East Town Building, No. 41 Lockhart Road, Wan Chai
EYELEVEL Limited (Hong Kong)	Hong Kong	Suite 5805, 58th Floor, Two International Finance Centre, 8 Finance Street, Central
InnerWorkings APAC Limited (Hong Kong)	Hong Kong	Suite 5805, 58th Floor, Two International Finance Centre, 8 Finance Street, Central
PT HH Global Services Indonesia	Indonesia	Indonesia Stock Exchange Building, 17th Floor, Jl. Gen. Sudirman Kav. 52-53, Jakarta 12190
HH Global Kabushiki Kaisha ³	Japan	EBS Building 2F, 1-7-7 Ebisu Nishi Shibuya-ku, Tokyo 150-0021
HH Global Marketing SDN. BHD.	Malaysia	Unit 3A-01, Level 3A, Menara MEMR, No. 1, Jalan Syed Putra, 58000 Kuala Lumpur
HH Global (New Zealand) Limited	New Zealand	Level 11, 41 Shortland Street, Auckland, 1010
HH Global Marketing Execution Philippines Inc	Philippines	24th Floor Philam Life Tower, 8767 Paseo De Roxas, Makati City
HH Singapore Private Ltd	Singapore	60 Paya Lebar Road, # 11-06 Paya Lebar Square
HH Global Korea Ltd	South Korea	4F, Blue Mountain Bldg 523-13, Sinsa-dong, Gangnam-gu, Seoul
HH APAC Limited - Taiwan Branch	Taiwan	7F, No.270 Sec.4 Zhongxiao E. Rd, Da'an Dist, Taipei City 10694
HH Global Thai Co., Ltd	Thailand	No. 540, Mercury Tower, Level 11, Suite 1103, Ploenchit Road, Lumpini Sub-District, Pathumwan District, Bangkok 10330

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

13 Fixed asset investments (continued)

Name	Country of incorporation	Registered address
Holding companies		
HH Global Group Ltd ¹³	England	Grove House, Guildford Rd, KT22 9DF
HHGi Holdings Limited	England	Grove House, Guildford Rd, KT22 9DF
HH Associates (Europe) Limited	England	Grove House, Guildford Rd, KT22 9DF
InnerWorkings EMEA Holdings LP	England	5 Cranbrook Way, Solihull, UK, England, B90 4GT
Adare International Holdings Limited	England	Eni House, Basing View, Basingstoke, RG21 4YY
Adare International LNC Limited	England	Eni House, Basing View, Basingstoke, RG21 4YY
INWK Holdings LLC	USA	Corporation Trust Center 1209 Orange St., Wilmington, DE 19801
Non-trading companies		
Access Plus Marketing Services Limited	England	Eni House, Basing View, Basingstoke, RG21 4YY
Access Plus Marketing Logistics Limited	England	Eni House, Basing View, Basingstoke, RG21 4YY
Marketing data and analytics		
HH Global Interactive Limited	England	22 Thomas Street, Cirencester, Glos. GL7 2BD

¹ The company also has branches in Austria, Belgium, Bulgaria, Canada, Croatia, Czech Republic, Denmark, Finland, France, Germany, Greece, Hungary, Jamaica, Netherlands, Poland, Portugal, Romania, Serbia, Spain, Sweden, Trinidad & Tobago and Turkey.

² Name was changed in the year to 31 March 2022. Previously known as InnerWorkings Belgium SPRL/BVBA

³ Accounting Reference Date is 31 December.

⁴ Name was changed in the year to 31 March 2022. Previously known as HH Print Management India Private Limited

⁵ 70% of voting rights and share capital are held in the Group. The remainder constitutes an immaterial holding therefore NCI is not disclosed.

⁶ Name was changed in the year to 31 March 2022. Previously known as InnerWorkings Mena DMCC

⁷ InnerWorkings, Inc. and EYELEVEL, Inc. both merged with HH Associates US, Inc. on 31 December 2021 and therefore no longer exist as separate entities

⁸ Name was changed in the year to 31 March 2022. Previously known as INWK Puerto Rico Inc

⁹ 95% of voting rights and share capital are held in the Group. The remainder constitutes an immaterial holding therefore NCI is not disclosed.

¹⁰ 98% of voting rights and share capital are held in the Group. The remainder constitutes an immaterial holding therefore NCI is not disclosed.

¹¹ 99% of voting rights and share capital are held in the Group. The remainder constitutes an immaterial holding therefore NCI is not disclosed.

¹² Name was changed in the year to 31 March 2022. Previously known as INWK Republica Dominicana S.R.L.

¹³ Undertaking held directly by the Company. All other undertakings are held indirectly

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

14 Stocks

	31 March 2022 £'000	31 March 2021 £'000
Finished goods	20,879	16,247
Work in progress	14,007	4,119
	34,886	20,366

Finished goods are stated at the lower of cost and net realisable value being the estimated selling price less the costs of disposal.

Work in progress relates to the cost of print media jobs, which have yet to be delivered to clients at the balance sheet date. These are valued at the lower of cost and net realisable value. Net realisable value is based on estimated selling price less additional costs to complete.

15 Debtors

	Group		Company	
	31 March 2022 £'000	31 March 2021 £'000	31 March 2022 £'000	31 March 2021 £'000
Trade debtors	323,480	199,826	-	-
Accrued income	33,547	26,463	-	-
Amounts due from subsidiary undertakings	-	-	100,485	136,536
Amounts due from parent undertakings	218,208	60	708	65
Other debtors	41,195	22,596	1	-
Prepayments	25,723	14,150	317	317
Income tax recoverable	7,760	11,396	-	-
	649,913	274,491	101,511	136,918

The amounts due from subsidiary undertakings are unsecured, repayable on demand and carry a market rate of interest.

Other debtors includes supplier rebates due and a number of other categories of other debtors, none of which are individually material.

Trade debtors are stated after provisions for impairment of £4,340,000 (2021: £6,707,000).

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

16 Deferred taxation

	31 March 2022 £'000	31 March 2021 £'000
Balance at 1 April	(27,834)	-
Acquisition of subsidiary undertakings	(1,352)	(23,553)
Deferred tax credit in the period (note 10)	(1,032)	(6,249)
Exchange difference	(352)	2,145
Other balance sheet movements	-	(177)
Balance at 31 March	(30,570)	(27,834)
<i>Deferred tax comprises of:</i>		
Tax losses	11,231	13,001
Decelerated capital allowances	(2,693)	1,039
Intangible fixed assets	(47,681)	(48,774)
Other timing differences	8,573	6,900
	(30,570)	(27,834)
<i>Balance comprises:</i>		
Deferred tax asset	2,954	1,642
Deferred tax liability	(33,524)	(29,476)
	(30,570)	(27,834)

The recoverability of the deferred tax asset is dependent on the Group making sufficient future taxable profits. The Directors have reviewed forecasts in making this assessment and are of the opinion that the deferred tax asset should be recognised as it is recoverable in full.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

17 Creditors: amounts falling due within one year

	Group		Company	
	31 March 2022 £'000	31 March 2021 £'000	31 March 2022 £'000	31 March 2021 £'000
Borrowings (note 19)	26,850	48,180	21,950	48,180
Finance lease liability (note 19)	133	368	-	-
Overdrafts	318	443	-	-
Trade creditors	201,538	131,895	-	-
Amounts owed to parent	120	564	-	-
Amounts owed to subsidiary undertakings	-	-	28,399	71,574
Deferred taxation	-	-	3	-
Corporation tax	3,946	3,651	-	-
Other taxation and social security	7,485	9,855	-	-
Other creditors	9,214	9,813	-	-
Deferred income	27,998	22,962	-	-
Accruals	120,435	79,018	2,416	2,321
Deferred consideration	3,569	1,109	-	-
	401,606	307,858	52,768	122,075

The amounts owed to subsidiary undertakings are unsecured, repayable on demand and carry a market rate of interest.

The finance lease liability is secured against the assets to which it relates. Other creditors include amounts due in respect of employee benefits and a number of other categories of other creditors, none of which are individually material.

18 Creditors: amounts falling due after more than one year

	Group 31 March 2022 £'000	Group 31 March 2021 £'000	Company 31 March 2022 £'000	Company 31 March 2021 £'000
Borrowings (note 19)	503,162	251,488	95,367	74,391
Finance lease liability (note 19)	87	282	-	-
Deferred consideration	1,377	2,327	-	-
Dilapidations provisions	516	-	-	-
Deferred Tax	33,524	29,476	-	-
	538,666	283,573	95,367	74,391

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

19 Borrowings

On 24 September 2021, the Group entered into additional financing arrangements with new medium term loan facilities of Euro65m (Facility B2) and US\$223m (Facility B1) being made available. These loan facilities were drawn down on 14 October and 15 October 2021 respectively.

The principal terms of the Group's borrowings as at the balance sheet date are as follows:

- Term Facility 'A1' of £48,708,356 was borrowed at an interest rate of UK Libor plus margin, where there is a Libor floor of 0.5% and the margin is determined with reference to the leverage of the Group. During the year, the applicable margin was 7.00%, decreasing to 6.75% on 3 May 2021, then to 6.50% on 24 September 2021. The interest rate was moved from Libor to SONIA Daily Comp, with a spread adjustment of 0.2766%, and a floor of 0.5%, on 29 November 2021. There is a final repayment date of 25 February 2027.
- Term Facility 'A2' of \$35,000,000 was borrowed at an interest rate of US Libor plus margin, where there is a Libor floor of 1.00% and the margin is determined with reference to the leverage of the Group. During the year, the applicable margin was 6.50%, decreasing to 6.25% on 3 May 2021, then to 6.00% on 24 September 2021. There is a final repayment date of 25 February 2027.
- Term Facility 'A3' of \$248,000,000 was borrowed at an interest rate of US Libor plus margin, where there is a Libor floor of 1.00% and the margin is determined with reference to the leverage of the Group. During the year, the applicable margin was 6.50%, decreasing to 6.25% on 3 May 2021, then to 6.00% on 24 September 2021. There is a final repayment date of 25 February 2027.
- Term Facility 'B1' of \$223,300,000 was borrowed at an interest rate of US Libor plus margin, where there is a Libor floor of 1.00% and the margin is determined with reference to the leverage of the Group. During the year, the applicable margin was 6.00%. There is a final repayment date of 25 February 2027.
- Term Facility 'B2' of €65,000,000 was borrowed at an interest rate of EUR Libor plus margin, where there is a Libor floor of 0.00% and the margin is determined with reference to the leverage of the Group. During the year, the applicable margin was 6.25%. There is a final repayment date of 25 February 2027.
- The 'Acquisition/Capex A facility' has a facility limit of £23,915,000, and an interest rate applicable to drawn down balances of UK Libor plus margin, where there is a Libor floor of 0.50% and the margin is determined with reference to the leverage of the Group. During the year, the applicable margin was 7.00%, decreasing to 6.75% on 3 May 2021, then to 6.50% on 24 September 2021. The interest rate was moved from Libor to SONIA Daily Comp, with a spread adjustment of 0.2766%, and a floor of 0.5%, on 29 November 2021. There is a final repayment date of 25 February 2027.
- The 'Acquisition/Capex B facility' has a facility limit of \$2,000,000, and an interest rate applicable to drawn down balances of US Libor plus margin, where there is a Libor floor of 1.00% and the margin is determined with reference to the leverage of the Group. During the year, the applicable margin was 6.50%, decreasing to 6.25% on 3 May 2021, then to 6.00% on 24 September 2021. There is a final repayment date of 25 February 2027.
- A multi-currency revolving credit facility totalling £24,000,000 was provided by HSBC. The interest rate applicable to drawn down balances of UK Libor plus margin, where there is a Libor floor of 0.50% and the margin is determined with reference to the leverage of the Group. During the year, the applicable margin was 3.00%, decreasing to 2.75% on 3 May 2021, then increasing to 3.00% on 24 September 2021. The interest rate was moved from Libor to SONIA Daily Comp, with a spread adjustment of 0.1193%, and a floor of 0.5%, on 29 November 2021. As at 31 March 2022 £10,751,000 was drawn down. There is a final repayment date of 25 February 2027.
- An additional multi-currency revolving credit facility totalling £25,000,000 was provided by NatWest. The interest rate applicable to drawn down balances of UK Libor plus margin, where there is a Libor floor of 0.50% and the margin is determined with reference to the leverage of the Group. During the year, the applicable margin was 3.00%, decreasing to 2.75% on 3 May 2021, then increasing to 3.00% on 24 September 2021. The interest rate was moved from Libor to SONIA Daily Comp, with a spread adjustment of 0.1193%, and a floor of 0.5% on 29 November 2021. As at 31 March 2022 £11,199,000 was drawn down. There is a final repayment date of 25 February 2027.
- A multi-currency receivables finance facility totalling £14,000,000 provided by HSBC was acquired as part of the acquisition of Adare (note 23). Interest is charged at 2.20% above the Bank of England base rate. As at 31 March 2022 £4,900,000 was drawn down. The facility continues to 31 May 2023.
- The borrowings are secured against the assets of the business.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

19 Borrowings (continued)

The Group's borrowings as at 31 March 2022 and 2021 may be further analysed as follows:

Analysis of borrowings – 31 March 2022

	Due < 1 year £'000	Due 1-2 years £'000	Due 2-5 years £'000	Due after 5 years £'000	Total £'000
Term loans	-	-	492,464	-	492,464
Acquisition/capex	-	-	25,441	-	25,441
Facilities					
Revolving credit facilities	21,950	-	-	-	21,950
Receivables financing facility	4,900	-	-	-	4,900
Finance lease liability	133	87	-	-	220
Unamortised finance costs	-	-	(14,743)	-	(14,743)
Total debt - Group	26,983	87	503,162	-	530,232

Analysis of borrowings – 31 March 2021

	Due < 1 year £'000	Due 1-2 years £'000	Due 2-5 years £'000	Due after 5 years £'000	Total £'000
Term loans	-	-	-	254,497	254,497
Acquisition/Capex	-	-	-	6,499	6,499
Facilities					
Revolving Credit Facilities	48,180	-	-	-	48,180
Receivables financing facility	-	-	-	-	-
Finance lease liability	368	282	-	-	650
Unamortised finance costs	-	-	-	(9,508)	(9,508)
Total debt - Group	48,548	282	-	251,488	300,318

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

20 Financial instruments

The carrying values of the Group and Company's financial assets and liabilities are summarised by category below:

	Group 31 March 2022 £'000	Group 31 March 2021 £'000	Company 31 March 2022 £'000	Company 31 March 2021 £'000
Financial assets				
Measured at amortised cost				
Cash at bank and in hand	93,953	142,567	4,496	24,967
Trade debtors	323,480	199,826	-	-
Amounts due from parent undertakings	218,208	60	708	65
Other debtors	41,195	22,596	1	-
Accrued income	33,547	26,463	-	-
Amounts due from subsidiary undertakings	-	-	100,485	136,536
	710,384	391,512	105,690	161,568
Financial liabilities				
Measured at amortised cost				
Borrowings	530,012	299,668	117,317	122,571
Overdrafts	318	443	-	-
Trade creditors	201,538	131,895	-	-
Amount owed to parent undertakings	120	564	-	-
Amounts due to subsidiary undertakings	-	-	28,963	71,574
Other taxation and social security	7,485	9,855	-	-
Other creditors	9,214	9,813	-	-
Deferred income	27,998	22,962	-	-
Accruals	120,435	79,018	2,416	2,321
Deferred consideration	4,946	3,436	-	-
Finance lease liability	220	650	-	-
Dilapidations provisions	516	-	-	-
	901,802	558,304	148,696	196,466

Of the Group's cash balance, £1,036,000 is held in Russian bank accounts to which access is restricted.

The Group's income and expenses in respect of financial instruments are summarised below:

	31 March 2022 £'000	31 March 2021 £'000
Interest income / (expense)		
Total interest income for financial assets at amortised cost	6,423	425
Total interest expense for financial liabilities at amortised cost (note 9)	(31,348)	(18,007)

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

21 Cash flows from operating activities

	Note	31 March 2022 £'000	31 March 2021 £'000
Profit / (loss) for the year		12,968	(11,531)
<i>Adjustments for:</i>			
Depreciation and amortisation	5	56,146	44,994
(Increase) / decrease in stocks		(10,554)	17,900
(Increase) / decrease in trade and other debtors		(104,550)	2,314
Increase / (decrease) in trade and other creditors		20,253	(24,629)
Taxation	10	21,148	2,494
Interest payable	9	31,348	18,006
Interest receivable	20	(6,423)	(425)
Share based payment charge	25	12,824	564
Unrealised foreign exchange loss		2,835	-
Other non-cash movements		-	(464)
Net interest received		5,689	35
Income tax (paid) / received		(17,643)	1,493
Net cash generated from operating activities		24,041	50,751

22 Reconciliation of net debt

	31 March 2021 £'000	Cash flows £'000	Acquisitions £'000	Other non- cash changes £'000	31 March 2022 £'000
Cash at bank and in hand	142,567	(64,669)	10,990	5,065	93,953
Overdrafts	(443)	144	-	(19)	(318)
Obligations under finance leases	(650)	430	-	-	(220)
Borrowings due within one year	(48,180)	28,712	(7,448)	66	(26,850)
Borrowings due after more than one year	(251,488)	(210,593)	(20,976)	(20,105)	(503,162)
	(158,194)	(245,976)	(17,434)	(14,993)	(436,597)

Non-cash movements relate to retranslation of foreign currency balances, as well as the amortisation of loan issue costs.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

23 Acquisitions

On 17 August 2021 HH Global Ltd, a group undertaking, acquired the entire share capital of Adare International Holdings Limited, a UK headquartered procurement outsource provider, for cash consideration of £10.9m.

	Net assets at acquisition	Opening balance sheet adjustments	GAAP adjust- ments	Fair value adjustments	Fair value of net assets on acquisition
	£'000	£'000	£'000	£'000	£'000
Intangible assets - customer relationships	-	-	-	13,360	13,360
Intangible assets - software	1,455	(581)	-	464	1,338
Intangible assets - goodwill	4,018	-	-	(4,018)	-
Fixed assets	583	-	554	-	1,137
Stocks	276	-	-	-	276
Trade debtors	42,511	-	(46)	-	42,465
Other debtors	9,558	(49)	-	-	9,509
Cash	8,441	-	-	-	8,441
Trade creditors	(52,761)	-	-	-	(52,761)
Invoice discounting facility	(7,448)	-	-	-	(7,448)
Borrowings	(20,976)	-	-	-	(20,976)
Other creditors	(19,438)	(3,070)	(554)	-	(23,062)
Corporation tax	767	(573)	-	-	194
Deferred tax	537	565	-	(3,483)	(2,381)
Net liabilities acquired	(32,477)	(3,708)	(46)	6,323	(29,908)
 Goodwill					 40,798
					 10,890
<i>Consideration satisfied by:</i>					
Cash					9,097
Directly attributable costs associated with the acquisition					1,793
					10,890

Net liabilities at acquisition represent the value of assets and liabilities as represented on the acquiree's books at acquisition. Opening balance sheet adjustments represent adjustments made to reflect the most up-to-date information available at the date of the acquisition. GAAP adjustments reflect the changes needed to convert the acquiree's balances from their previous accounting policies to FRS 102. Fair value adjustments reflect the recognition of the fair value of acquired intangible balances and their related deferred tax balances.

Since the acquisition date, Adare International Holdings Limited and its subsidiaries have contributed £198m to group turnover and £9m to adjusted EBITDA (page 3).

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

23 Acquisitions (continued)

On 30 September 2021, HH Associates US Inc., a group undertaking, acquired 100% of the share capital of NewlineNoosh, Inc., a USA headquartered content marketing platform for total consideration of £16.1m.

	Net assets at acquisition	Opening balance sheet adjustments	Fair value adjustments	Fair value of net assets on acquisition
	£'000	£'000	£'000	£'000
Intangible assets - customer relationships	-	-	1,376	1,376
Intangible assets - software	63	-	1,207	1,270
Fixed assets	22	-	-	22
Trade debtors	561	-	-	561
Other debtors	137	-	-	137
Cash	1,679	-	-	1,679
Deferred tax	-	1,675	(646)	1,029
Other creditors	(1,744)	-	-	(1,744)
Net assets acquired	718	1,675	1,937	4,330
Goodwill				11,725
				16,055
<i>Consideration satisfied by:</i>				
Cash				13,960
Deferred Consideration				1,470
Directly attributable costs associated with the acquisition				625
				16,055

Net assets at acquisition represent the value of assets and liabilities as represented on the acquiree's books at acquisition. Opening balance sheet adjustments represent adjustments made to reflect the most up-to-date information available at the date of the acquisition. Fair value adjustments reflect the recognition of the fair value of acquired intangible balances and their related deferred tax balances.

Since the acquisition date, NewlineNoosh, Inc. has contributed £2m to group turnover and £nil to adjusted EBITDA (page 3).

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

23 Acquisitions (continued)

On 1 April 2021 HH Associates Netherlands B.V., a Group undertaking, acquired the entire share capital of PaperChainManagement B.V. (PCM) and Print & Media Services B.V. (PMS), both print management companies based in the Netherlands, for a total consideration of £3.1m.

	Net assets at acquisition	Fair value adjustments	Fair value of net assets on acquisition
	£'000	£'000	£'000
Fixed assets	29	-	29
Trade debtors	663	-	663
Other debtors	22	-	22
Cash	870	-	870
Trade creditors	(253)	-	(253)
Other creditors	(137)	-	(137)
Corporation tax	(83)	-	(83)
Deferred tax	-	-	-
Net assets acquired	1,111	-	1,111
Goodwill			1,951
			3,062
<i>Consideration satisfied by:</i>			
Cash			1,935
Deferred consideration			1,072
Directly attributable costs associated with the acquisition			55
			3,062

Net assets at acquisition represent the value of assets and liabilities as represented on the acquiree's books at acquisition. Fair value adjustments reflect the recognition of the fair value of acquired intangible balances and their related deferred tax balances.

Since the acquisition date, PCM and PMS have contributed £4m to group turnover and £1m to adjusted EBITDA (page 3).

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

24 Share capital

Ordinary shares – Allotted, called up and fully paid:

	Number	Nominal Value £	Share Capital £'000	Share premium £'000
Issued on incorporation	100	0.01	-	-
Subdivision on 16 Feb 2020	99,900	0.00001	-	-
Issued on 25 Feb 2020	3	0.00001	-	201,585
Issued on 1 Oct 2020	1	0.00001	-	58,983
Total as at 31 March 2021 and 31 March 2022	100,004		-	260,568

The Ordinary shares of £0.00001 each entitle the holders to full voting rights. Each shareholder has one vote in respect of each Ordinary share held.

25 Share-based payments

The Group operates a share-based payment scheme. The directors have determined that the scheme is classified as an equity settled share-based payment scheme and is measured at fair value (excluding the effect of non-market-based vesting conditions) at the date of grant. The fair value determined at the grant date is expensed on a straight-line basis over the expected vesting period, based on the Group's estimate of shares that will eventually vest and adjusted for the effect of non-market-based vesting conditions.

HH Global Enterprise Network Ltd, the Company's ultimate parent undertaking, has the obligation to settle the scheme, which is classified as cash settled in its consolidated and separate financial statements. The scheme is classified as equity settled in these consolidated financial statements. The amount expensed is treated as a capital contribution from the group's ultimate parent.

Fair value was measured by use of the Monte Carlo simulation method which is considered by management to be the most appropriate method of valuation. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations. In this assessment, the directors have taken into account all known facts as well as performing scenario analysis and probability assessment and determined that at the balance sheet date the most likely vesting period is one which ends on 31 March 2023.

The share-based payment charge for the year was £12,824,000 (2021: £564,000).

Total capital contributions made as at 31 March 2022 from the Company's ultimate parent are £13,388,000.

A reconciliation of the share and share awards movements during the year is shown below:

	Number of shares / awards assessable under equity settled share-based payment scheme				Outstanding as at 31 March 2022	Exercisable at 31 March 2022
	Outstanding at 31 March 2021	Issued/ Granted	Exercised	Lapsed / cancelled		
Total	22,612,809	176,339	-	(405,483)	22,383,665	20,632,524

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

26 Commitments under operating leases

Total future minimum lease payments under non-cancellable operating leases are as follows:

	Land and buildings		Other	
	31 March 2022 £'000	31 March 2021 £'000	31 March 2022 £'000	31 March 2021 £'000
Within one year	9,966	7,369	451	102
Within two to five years	27,554	14,380	269	114
After more than five years	10,552	8,678	-	37
Total	48,072	30,427	720	253

27 Commitments under finance leases

Total future minimum lease payments under finance leases are as follows:

	Other 31 March 2022 £'000	Other 31 March 2021 £'000
Within one year	131	402
Within two to five years	103	304
Total	234	706

27 Pensions

The Group made contributions of £3,866,000 (2021: £2,702,000) to the individual money purchase pension plans of certain employees of the Group during the year. The assets of these plans were held separately from those of the Group in independently administered funds. As at the year end, contributions totalling £1,746,000 (2021: £1,729,000) remained payable.

28 Contingent liabilities

As at the balance sheet date, there were no contingent liabilities.

29 Related party transactions and balances

The Group did not enter into any related party transactions during the year, nor did it hold any related party balances as at 31 March 2022.

The Company has taken advantage of the exemption in FRS 102 not to disclose details of related party transactions with other wholly owned group companies.

HH Global Finance Limited
Notes forming part of the financial statements (continued)
for the year ended 31 March 2022

30 Immediate parent and ultimate controlling party

The Company's ultimate parent undertaking is HH Global Enterprise Network Ltd (previously known as BTO Balance BidCo Limited), a company registered in Jersey, company number 130404, and the largest Group for which the results of the Company are consolidated. The registered office of HH Global Enterprise Network Ltd is 44 Esplanade, St Helier, Jersey, JE4 9WG.

The Company's immediate parent undertaking is HH Global Finance Holdings Limited, a company with the registered address of Grove House, Guildford Road, Fetcham, Leatherhead, KT22 9DF, United Kingdom. HH Global Finance Holdings Limited is exempt from preparing consolidated financial statements.

During the prior period, until 1 October 2020, R J F MacMillan, a director, had been the ultimate controlling party of HH Global Enterprise Network Ltd. After this date, no shareholders had a controlling interest and therefore in the opinion of the Directors, there is no ultimate controlling party.

31 Group guarantees

As at 31 March 2022 the Group had guaranteed certain credit lines as part of its working capital facilities totalling £1.5m (2021: £1.5m).

32 Post balance sheet events

There were no reportable post balance sheet events.

33 Parental guarantee

Certain subsidiary undertakings as listed below are exempt from the requirements of an audit of their individual entity accounts under section 479A of the Companies Act 2006 for the year ended 31 March 2022 by way of parental guarantee.

Name	Country of incorporation	Registration number	Registered address
HH Global Limited	England	04680562	Grove House, Guildford Rd, KT22 9DF
HH Global Corporate Services Limited	England	10709268	Grove House, Guildford Rd, KT22 9DF
HH Associates Limited	England	02671533	Grove House, Guildford Rd, KT22 9DF
Eyelevel Solutions Ltd	England	06861592	5 Cranbrook Way Solihull B90 4GT
InnerWorkings Europe Ltd	England	01845737	5 Cranbrook Way Solihull B90 4GT
Professional Packaging Services Ltd	England	01567813	5 Cranbrook Way Solihull B90 4GT
Merchandise Mania Ltd	England	03957211	5 Cranbrook Way Solihull B90 4GT
HH Associates (Europe) Limited	England	05202748	Grove House, Guildford Rd, KT22 9DF
HHGI Holdings Ltd	England	09228844	Grove House, Guildford Rd, KT22 9DF
InnerWorkings (NI) Limited	England	NI610875	Murray House, Murray St, Belfast. BT1 6DN
HH Global Interactive Ltd	England	03952959	22 Thomas Street, Cirencester, Glos, GL7 2BD
HH Global Group Limited	England	10884962	Grove House, Guildford Rd, KT22 9DF
Adare International Holdings Limited	England	10828012	Grove House, Guildford Rd, KT22 9DF
Adare International LNC Limited	England	10828010	Grove House, Guildford Rd, KT22 9DF
Access Plus Marketing Services Limited	England	01594411	Grove House, Guildford Rd, KT22 9DF
Access Plus Marketing Logistics Limited	England	05671058	Grove House, Guildford Rd, KT22 9DF
Continuous Stationery Limited	England	00938016	Grove House, Guildford Rd, KT22 9DF